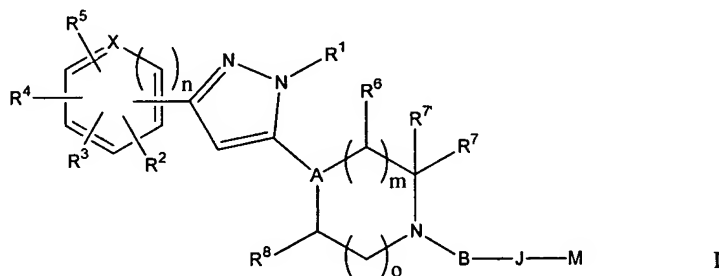


## AMENDMENTS TO THE CLAIMS

Claims 1-20 (Cancelled)

Claim 21 (New): A compound of formula I



where:

m is an integer selected from 0, 1, and 2;

n and o are integers independently selected from 0 and 1;

A is selected from the group consisting of N and CH;

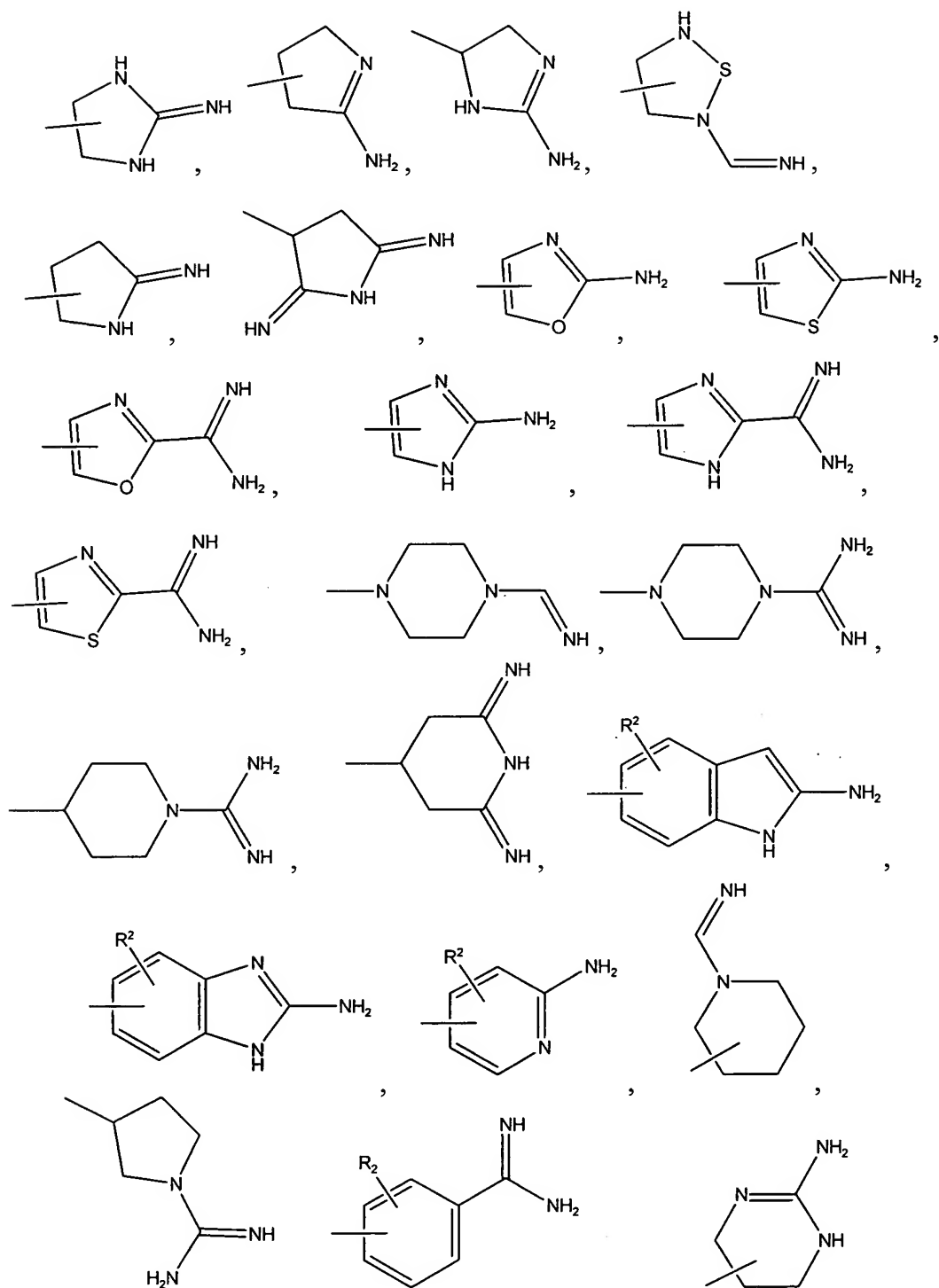
B is selected from the group consisting of -CH<sub>2</sub>-CH<sub>2</sub>-, -CH<sub>2</sub>-CH<sub>2</sub>-CH<sub>2</sub>-, -CH<sub>2</sub>-CH<sub>2</sub>-NH-, -CH<sub>2</sub>-O-CH<sub>2</sub>-, -CH<sub>2</sub>-S-CH<sub>2</sub>-, -C(=O)-NH-, -C(=O)-CH<sub>2</sub>-, -CH<sub>2</sub>-C(=O)-NH-, -C(=O)-CH<sub>2</sub>-C(=O)-, -C(=O)-NH-CH<sub>2</sub>-, -C(=O)-, -S(=O)-, -S(=O)<sub>2</sub>-, -S(=O)-NH-, -S(=O)<sub>2</sub>-NH-, -S(=O)-CH<sub>2</sub>-, -S(=O)<sub>2</sub>-CH<sub>2</sub>-, -S(=O)-CH<sub>2</sub>-NH-, -S(=O)<sub>2</sub>-CH<sub>2</sub>-NH-, -S(=O)<sub>2</sub>-NH-CH<sub>2</sub>-, -CH<sub>2</sub>-S(=O)<sub>2</sub>-NH-, -C(=O)-NH-S(=O)<sub>2</sub>-, -S(=O)<sub>2</sub>-NH-C(=O)-, -C(=O)-CH<sub>2</sub>-S(=O)<sub>2</sub>-, and -S(=O)<sub>2</sub>-CH<sub>2</sub>-C(=O)-;

J is absent or selected from the group consisting of -O-, -S-, -CHR<sup>15</sup>-O-, -CH<sub>2</sub>-CHR<sup>15</sup>-O-, -NH-, -NH-CHR<sup>15</sup>-, -NH-(C<sub>2</sub>-C<sub>6</sub>alkyl)-, -NH-CHR<sup>15</sup>-C(=O)-, -C(=O)-, -CH<sub>2</sub>-, -CHR<sup>15</sup>-CH<sub>2</sub>-NH-, -C(=O)-CHR<sup>15</sup>-, -NH-C(=O)-CH(C<sub>1</sub>-C<sub>6</sub>alkyl)-, -NH-C(=O)-CH(C<sub>3</sub>-C<sub>12</sub>cycloalkyl)-, -CH<sub>2</sub>CH<sub>2</sub>-, -CH<sub>2</sub>NH-, -CH<sub>2</sub>-NH-C(=O)-, -CH<sub>2</sub>-NH-C(=O)-C<sub>1</sub>-C<sub>6</sub>alkyl-, -CH<sub>2</sub>-NH-C(=O)-CH(C<sub>3</sub>-C<sub>12</sub>cycloalkyl)- and -C(=O)-CHR<sup>15</sup>-NH-;

L is selected from the group consisting of -O-, -CH<sub>2</sub>-O-, -O-CH<sub>2</sub>-, -CH<sub>2</sub>-CH<sub>2</sub>-O-, -O-CH<sub>2</sub>-CH<sub>2</sub>-, -CH<sub>2</sub>-O-CH<sub>2</sub>-, -CH<sub>2</sub>-S-CH<sub>2</sub>-, -C(=O)-NH-, -O-C(=O)-NH-, -CH<sub>2</sub>-C(=O)-NH-, -C(=O)-CH<sub>2</sub>-NH-, -C(=O)-NH-CH<sub>2</sub>-, -NH-C(=O)-, -NH-C(=O)-O-, -NH-CH<sub>2</sub>-C(=O)-, -NH-C(=O)-CH<sub>2</sub>-, -CH<sub>2</sub>-

13 NH-C(=O)-, -NH-C(=O)-NH-, -NH-S(=O)<sub>2</sub>-NH-, -NH-S(=O)<sub>2</sub>-, -NH-S(=O)<sub>2</sub>-CH<sub>2</sub>-, -CH<sub>2</sub>-NH-S(=O)<sub>2</sub>-, -S(=O)<sub>2</sub>-NH-, -S(=O)<sub>2</sub>-NH-CH<sub>2</sub>-, -CH<sub>2</sub>-S(=O)<sub>2</sub>-NH-, -C(=O)-NH-S(=O)<sub>2</sub>-, -S(=O)<sub>2</sub>-NH-C(=O)-, -CH<sub>2</sub>-NH-, -CH<sub>2</sub>-CH<sub>2</sub>-NH-, -NH-CH<sub>2</sub>-, -NH-CH<sub>2</sub>-CH<sub>2</sub>-, -CH<sub>2</sub>-NH-CH<sub>2</sub>-, -C≡C-, -CH<sub>2</sub>-C≡C-, -CH<sub>2</sub>-CH<sub>2</sub>-, -CH<sub>2</sub>-CH<sub>2</sub>-CH<sub>2</sub>-, -CH<sub>2</sub>-CH=CH-, CH=CH-CH<sub>2</sub>-, and -CH=CH-;

M is selected from the group consisting of R<sup>9</sup>,



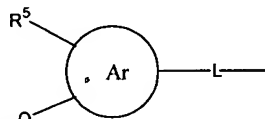
and

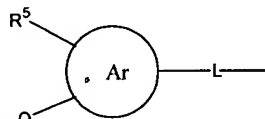
Q is selected from the group consisting of  $-C(=O)OR^{16}$ ,  $-C(=O)-NH-C(=O)-CF_3$ ,  $-C(=O)-NH-S(=O)_2-R^2$ ,  $-C(=O)-NR^1-OH$ , 5-oxo-4,5-dihydro[1,2,4]oxadiazol-3-yl, and tetrazolyl;

X is A when n is 1, and is CH, N, O or S when n is 0;

R<sup>1</sup> is selected from the group consisting of hydrogen, (C<sub>1</sub>-C<sub>6</sub>)alkyl, halo-(C<sub>1</sub>-C<sub>6</sub>)alkyl, and (C<sub>3</sub>-C<sub>6</sub>)cycloalkyl;

R<sup>2</sup>, R<sup>3</sup> and R<sup>5</sup> are individually selected from the group consisting of hydrogen, cyano, nitro, phenyl, phenoxy, benzyl, C<sub>1</sub>-C<sub>6</sub>alkyl, halo, halo-C<sub>1</sub>-C<sub>6</sub>alkyl, C<sub>3</sub>-C<sub>6</sub>cycloalkyl, C<sub>1</sub>-C<sub>6</sub>alkoxy, hydroxy, C<sub>1</sub>-C<sub>2</sub>alkoxy-methoxy, hydroxy-C<sub>1</sub>-C<sub>6</sub>alkyl, formyl, C<sub>1</sub>-C<sub>6</sub>alkylcarbonyl, amino, C<sub>1</sub>-C<sub>6</sub>alkylamino, aminocarbonyl, C<sub>1</sub>-C<sub>6</sub>alkylaminocarbonyl, formylamino, and C<sub>1</sub>-C<sub>6</sub>alkylcarbonylamino, where any alkyl or phenyl may optionally be substituted with halo or Q;



R<sup>4</sup> is selected from the group consisting of R<sup>2</sup> and  where Ar is a homo- or hetero-aryl group having 1 or 2 rings, each ring containing 5, 6 or 7 ring atoms of which 1-3 may be heteroatoms selected from N, O and S;

R<sup>6</sup> is selected from the group consisting of hydrogen, C<sub>1</sub>-C<sub>6</sub>alkyl, halo, halo-C<sub>1</sub>-C<sub>6</sub>alkyl, C<sub>3</sub>-C<sub>6</sub>cycloalkyl, C<sub>1</sub>-C<sub>6</sub>alkoxy, C<sub>1</sub>-C<sub>6</sub>alkoxy-C<sub>1</sub>-C<sub>6</sub>alkyl, hydroxy, hydroxy-C<sub>1</sub>-C<sub>6</sub>alkyl, HC(=O)-C<sub>1</sub>-C<sub>6</sub>alkyl, carboxy, carboxy-C<sub>1</sub>-C<sub>6</sub>alkyl, carbonylamino-C<sub>1</sub>-C<sub>6</sub>alkyl, aminocarbonyl, (C<sub>1</sub>-C<sub>6</sub>alkyl)aminocarbonyl, di(C<sub>1</sub>-C<sub>6</sub>alkyl)aminocarbonyl, and aminocarbonyl-C<sub>1</sub>-C<sub>6</sub>alkyl;

R<sup>7</sup> is selected from the group consisting of hydrogen, C<sub>1</sub>-C<sub>6</sub>alkyl, halo, halo-C<sub>1</sub>-C<sub>6</sub>alkyl, C<sub>3</sub>-C<sub>6</sub>cycloalkyl, C<sub>1</sub>-C<sub>6</sub>alkoxy, C<sub>1</sub>-C<sub>6</sub>alkoxy-C<sub>1</sub>-C<sub>6</sub>alkyl, hydroxy, hydroxy-C<sub>1</sub>-C<sub>6</sub>alkyl, HC(=O)-C<sub>1</sub>-C<sub>6</sub>alkyl, carboxy, carboxy-C<sub>1</sub>-C<sub>6</sub>alkyl, carbonylamino-C<sub>1</sub>-C<sub>6</sub>alkyl, aminocarbonyl, (C<sub>1</sub>-C<sub>6</sub>alkyl)aminocarbonyl, di(C<sub>1</sub>-C<sub>6</sub>alkyl)aminocarbonyl, and aminocarbonyl-C<sub>1</sub>-C<sub>6</sub>alkyl;

R<sup>7'</sup> is hydrogen; or

R<sup>7</sup> and R<sup>7'</sup> together with the carbon to which they are bonded form -C(=O)-;

R<sup>8</sup> is selected from the group consisting of hydrogen, hydroxy, C<sub>1</sub>-C<sub>6</sub>alkoxy, C<sub>1</sub>-C<sub>6</sub>alkyl, halo, halo-C<sub>1</sub>-C<sub>6</sub>alkyl, and C<sub>3</sub>-C<sub>6</sub>cycloalkyl;

R<sup>9</sup> is selected from the group consisting of -NR<sup>10</sup>R<sup>11</sup>, -C(=NR<sup>12</sup>)-NHR<sup>13</sup>, -N=CR<sup>14</sup>-NR<sup>10</sup>R<sup>11</sup>, -NR<sup>13</sup>-CR<sup>14</sup>=NR<sup>12</sup>, -NR<sup>13</sup>-C(=NR<sup>12</sup>)-NHR<sup>13</sup>, =NH, and -CH=NH;

R<sup>10</sup>, R<sup>11</sup>, R<sup>12</sup>, R<sup>13</sup> and R<sup>14</sup> are independently selected from the group consisting of hydrogen, hydroxy, hydroxy-C<sub>1</sub>-C<sub>6</sub>alkyl, C<sub>1</sub>-C<sub>6</sub>alkyl, halo-C<sub>1</sub>-C<sub>6</sub>alkyl, C<sub>1</sub>-C<sub>6</sub>alkoxy, C<sub>1</sub>-C<sub>6</sub>alkoxy-C<sub>1</sub>-C<sub>6</sub>alkyl,

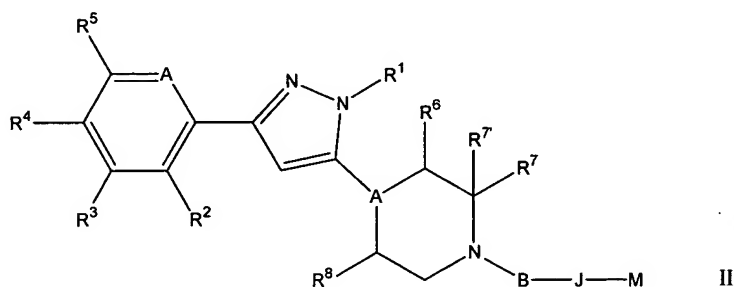
and C<sub>3</sub>-C<sub>7</sub> cycloalkyl; or any member of the group R<sup>10</sup>, R<sup>11</sup>, R<sup>12</sup>, R<sup>13</sup>, and R<sup>14</sup> together with the nitrogen to which it is attached forms a 5, 6 or 7 member heterocycle with any other member of the group, the heterocycle optionally containing one additional heteroatom selected from N, O and S;

R<sup>15</sup> is selected from the group consisting of hydrogen, C<sub>1</sub>-C<sub>12</sub>alkyl, C<sub>3</sub>-C<sub>7</sub>cycloalkyl, aminocarbonyl, C<sub>1</sub>-C<sub>6</sub>alkylaminocarbonyl, and di(C<sub>1</sub>-C<sub>6</sub>alkyl)aminocarbonyl; and

R<sup>16</sup> is selected from the group consisting of hydrogen, C<sub>1</sub>-C<sub>6</sub>alkyl, C<sub>3</sub>-C<sub>13</sub>cycloalkyl, C<sub>6</sub>-C<sub>10</sub>aryl, acetylamino-C<sub>1</sub>-C<sub>12</sub>alkyl, C<sub>1</sub>-C<sub>6</sub>alkylcarbonyloxy-C<sub>1</sub>-C<sub>6</sub>alkyl, and C<sub>6</sub>-C<sub>10</sub>aryl-C<sub>0</sub>-C<sub>6</sub>alkylcarbonyloxy-C<sub>1</sub>-C<sub>6</sub>alkyl,

or a pharmaceutically acceptable salt thereof.

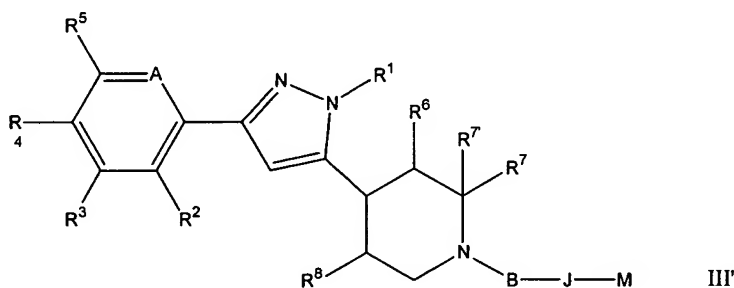
Claim 22 (New): The compound of claim 21 that is a compound of formula II



where the substituents are defined as in claim 21;

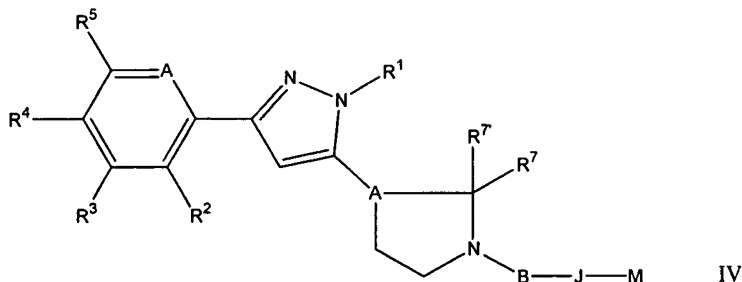
or a pharmaceutically acceptable salt thereof.

Claim 23 (New): The compound of claim 22 that is a compound of formula III or formula III':



where the substituents are as defined in claim 21,  
or a pharmaceutically acceptable salt thereof.

Claim 24 (New): The compound of claim 21 that is a compound of formula IV



where the substituents are as defined in claim 21,  
or a pharmaceutically acceptable salt thereof.

Claim 25 (New): The compound of claim 21 where  $R^1$  is hydrogen or  $C_1$ - $C_6$ alkyl.

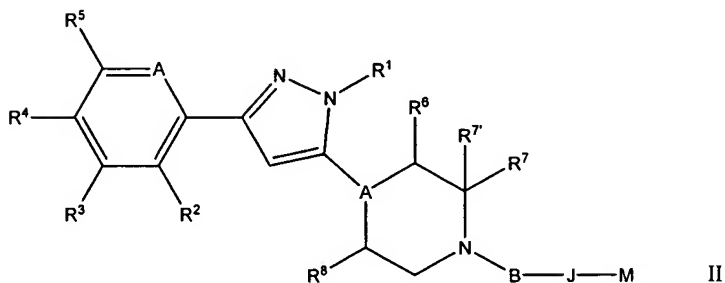
Claim 26 (New): The compound of claim 21 where  $R^2$  and  $R^3$  are hydrogen,  $C_1$ - $C_6$ alkyl, cyano, or halo.

Claim 27 (New): The compound of claim 21 where B is  $-C(=O)-$  or  $-S(=O)_2-$ .

Claim 28 (New): The compound of claim 21 where J is  $-CH_2-$ ,  $-CH_2-CH_2-$ ,  $-NH-$ ,  $-NH-CH_2-$ ,  $-CH_2-NH-$ ,  $-CH_2-NH-C(=O)-$ ,  $-CH_2-NH-C(=O)-C_1-C_6$ alkyl- or  $-CH_2-NH-C(=O)-CH(C_3-C_{12}$ cycloalkyl)-.

Claim 29 (New): The compound of claim 21 where B-J is selected from the group consisting of  $-C(=O)-CH_2-NH-C(=O)-CH(C_1-C_6$ alkyl),  $-C(=O)-CH_2-NH-C(=O)-CH(C_3-C_{12}$ cycloalkyl)-,  $-C(=O)-NH-(C_2-C_6$ alkyl),  $-S(=O)_2-NH-(C_2-C_6$ alkyl)-,  $-C(=O)-NH-$ ,  $-S(=O)_2-NH-$ ,  $-C(=O)-CH_2-$  and  $-S(=O)_2-CH_2-$ .

Claim 30 (New): A compound of formula II



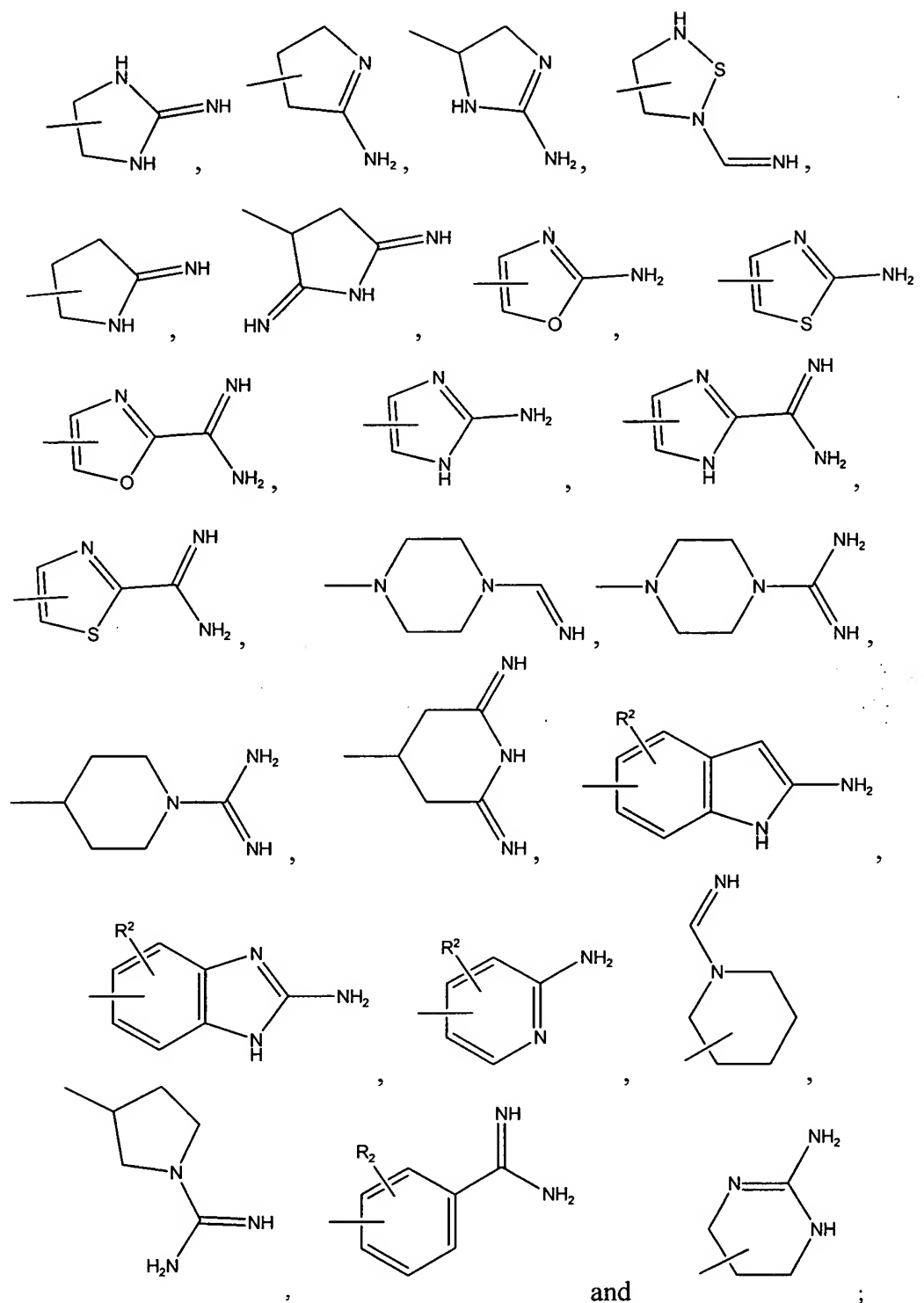
where:

A is selected from the group consisting of N and CH;

B is  $-\text{C}(=\text{O})-$  or  $-\text{S}(=\text{O})_2-$ ;

J is  $-\text{CH}_2-$ ,  $-\text{CH}_2\text{CH}_2-$ ,  $-\text{NH}-$ ,  $-\text{NHCH}_2-$ ,  $-\text{CH}_2\text{NH}-$ ,  $-\text{CH}_2\text{NH-C}(=\text{O})-$ ,  $-\text{CH}_2\text{NH-C}(=\text{O})-\text{C}_1\text{-C}_6\text{alkyl-}$ , or  $-\text{CH}_2\text{NH-C}(=\text{O})-\text{CH}(\text{C}_3\text{-C}_{12}\text{cycloalkyl})-$ ;

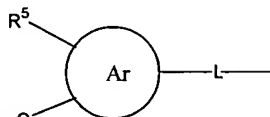
M is selected from the group consisting of





$R^1$  is hydrogen or  $C_1$ - $C_6$  alkyl;

$R^2$  and  $R^3$  are hydrogen,  $C_1$ - $C_6$ alkyl, cyano, or halo;



$R^4$  is hydrogen,  $C_1$ - $C_6$ alkyl, cyano, halo or where Ar is phenyl, furyl, thienyl, oxazolyl, thiazolyl, or pyrrolyl;

$R^5$  is hydroxy or  $C_1$ - $C_3$ alkoxy;

L is selected from the group consisting of  $-O-$ ,  $-\text{CH}_2\text{-O-}$ ,  $-\text{O-CH}_2-$ , or  $-\text{CH}_2\text{-CH}_2-$ ;

Q is selected from the group consisting of  $-\text{C}(=\text{O})\text{OR}^{16}$ ,  $-\text{C}(=\text{O})\text{-NH-C}(=\text{O})\text{-CF}_3$ ,  $-\text{C}(=\text{O})\text{-NH-S}(=\text{O})_2\text{-R}^2$ ,  $-\text{C}(=\text{O})\text{-NR}^1\text{-OH}$ , 5-oxo-4,5-dihydro[1,2,4]oxadiazol-3-yl, and tetrazolyl;

$R^6$  is selected from the group consisting of hydrogen,  $C_1$ - $C_6$ alkyl, halo,

halo- $C_1$ - $C_6$ alkyl,  $C_3$ - $C_6$ cycloalkyl,  $C_1$ - $C_6$ alkoxy,  $C_1$ - $C_6$ alkoxy- $C_1$ - $C_6$ alkyl, hydroxy, hydroxy- $C_1$ - $C_6$ alkyl,  $\text{HC}(=\text{O})\text{-C}_1\text{-C}_6\text{alkyl}$ , carboxy, carboxy- $C_1$ - $C_6$ alkyl, carbonylamino- $C_1$ - $C_6$ alkyl, aminocarbonyl, ( $C_1$ - $C_6$ alkyl)aminocarbonyl, di( $C_1$ - $C_6$ alkyl)aminocarbonyl, and aminocarbonyl- $C_1$ - $C_6$ alkyl;

$R^7$  is selected from the group consisting of hydrogen,  $C_1$ - $C_6$  alkyl, halo, halo- $C_1$ - $C_6$ alkyl,  $C_3$ - $C_6$ cycloalkyl,  $C_1$ - $C_6$ alkoxy,  $C_1$ - $C_6$ alkoxy- $C_1$ - $C_6$ alkyl, hydroxy, hydroxy- $C_1$ - $C_6$ alkyl,  $\text{HC}(=\text{O})\text{-C}_1\text{-C}_6\text{alkyl}$ , carboxy, carboxy- $C_1$ - $C_6$ alkyl, carbonylamino- $C_1$ - $C_6$ alkyl, aminocarbonyl, ( $C_1$ - $C_6$ alkyl)aminocarbonyl, di( $C_1$ - $C_6$ alkyl)aminocarbonyl, and aminocarbonyl- $C_1$ - $C_6$ alkyl;

$R^{7'}$  is hydrogen; or

$R^7$  and  $R^{7'}$  together with the carbon to which they are bonded form  $-\text{C}(=\text{O})-$ ;

$R^8$  is selected from the group consisting of hydrogen, hydroxy,  $C_1$ - $C_6$ alkoxy,  $C_1$ - $C_6$ alkyl, halo, halo- $C_1$ - $C_6$ alkyl, and  $C_3$ - $C_6$ cycloalkyl;

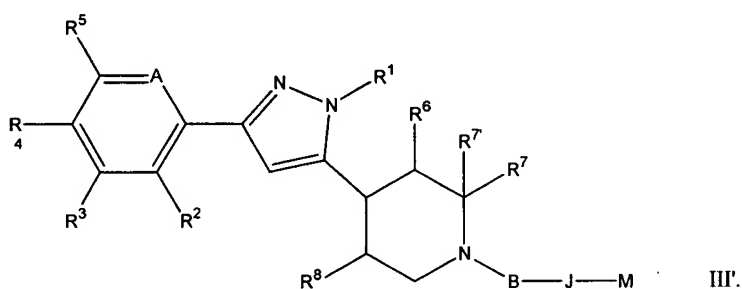
$R^9$  is selected from the group consisting of  $-\text{NR}^{10}\text{R}^{11}$ ,  $-\text{C}(=\text{NR}^{12})\text{-NHR}^{13}$ ,  $-\text{N}=\text{CR}^{14}\text{-NR}^{10}\text{R}^{11}$ ,  $-\text{NR}^{13}\text{-CR}^{14}=\text{NR}^{12}$ ,  $-\text{NR}^{13}\text{-C}(=\text{NR}^{12})\text{-NHR}^{13}$ ,  $=\text{NH}$ , and  $-\text{CH}=\text{NH}$ ;

$R^{10}$ ,  $R^{11}$ ,  $R^{12}$ ,  $R^{13}$  and  $R^{14}$  are independently selected from the group consisting of hydrogen, hydroxy, hydroxy- $C_1$ - $C_6$ alkyl,  $C_1$ - $C_6$ alkyl, halo- $C_1$ - $C_6$ alkyl,  $C_1$ - $C_6$ alkoxy,  $C_1$ - $C_6$ alkoxy- $C_1$ - $C_6$ alkyl, and  $C_3$ - $C_7$  cycloalkyl; or any member of the group  $R^{10}$ ,  $R^{11}$ ,  $R^{12}$ ,  $R^{13}$ , and

$R^{14}$  together with the nitrogen to which it is attached forms a 5, 6 or 7 member heterocycle with any other member of the group, the heterocycle optionally containing one additional heteroatom selected from N, O and S; and

$R^{16}$  is selected from the group consisting of hydrogen,  $C_1$ - $C_6$ alkyl,  $C_3$ - $C_{13}$ cycloalkyl,  $C_6$ - $C_{10}$ aryl, acetylamino- $C_1$ - $C_{12}$ alkyl,  $C_1$ - $C_6$ alkylcarbonyloxy- $C_1$ - $C_6$ alkyl, and  $C_6$ - $C_{10}$ aryl- $C_0$ - $C_6$ alkylcarbonyloxy- $C_1$ - $C_6$ alkyl,

or a pharmaceutically acceptable salt thereof.



Claim 31 (New): The compound claim 30 that is a compound of formula III'

Claim 32 (New): A composition comprising a compound of claim 21 or 30 and a pharmaceutically acceptable excipient.

Claim 33 (New): A method of treating a mammal having a disease for which the antagonism of IL-2/IL-2R binding is indicated, comprising administering to the mammal a therapeutically effective dose of a compound of claim 21 or 30.

Claim 34 (New): The method of claim 33 where the disease is T-lymphocyte-induced rejection of an allograft.

Claim 35 (New): The method of claim 34 where T-lymphocytes which express IL-2R in response to antigens of the allograft are contacted with the compound.

Claim 36 (New): The method of claim 34 where the allograft is a skin allograft.

Claim 37 (New): The method of claim 34 where the allograft is a transplanted organ.

Claim 38 (New): The method of claim 37 where the transplanted organ is a heart.

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Claim 39 (New): The method of claim 33 where the disease is an autoimmune disease.

Claim 40 (New): The method of claim 39 where the autoimmune disease is selected from the group consisting of rheumatoid arthritis, multiple sclerosis, uveitis, and psoriasis.

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